

## UNITED STATES DISTRICT COURT

Southern

District of

New York

WHITEBOX CONVERTIBLE ARBITRAGE  
PARTNERS, L.P., HFR RVA COMBINED  
MASTER TRUST, GUGGENHEIM  
PORTFOLIO COMPANY XXXI, LLC,  
INVESTCORP SILVERBACK ARBITRAGE  
MASTER FUND LTD. and OTA LLC,  
Plaintiffs,

## SUMMONS IN A CIVIL ACTION

CASE NUMBER:

v.

FAIRFAX FINANCIAL HOLDINGS, LTD.,  
Defendant.

ECF CASE

TO: (Name and address of Defendant)

FAIRFAX FINANCIAL HOLDINGS, LTD.  
SUITE 800  
95 WELLINGTON STREET WEST  
TORONTO, ONTARIO  
CANADA M5J 2N7

08 CV 00497

YOU ARE HEREBY SUMMONED and required to serve on PLAINTIFF'S ATTORNEY (name and address)

GARY H. GREENBERG  
666 Fifth Avenue, 27th Floor  
New York, NY 10103  
and  
ANTHONY OSTLUND & BAER, P.A.  
John B. Orenstein  
3600 Wells Fargo Building  
90 South Seventh Street  
Minneapolis, MN 55402

(DAB)

an answer to the complaint which is served on you with this summons, within 20 days after service of this summons on you, exclusive of the day of service. If you fail to do so, judgment by default will be taken against you for the relief demanded in the complaint. Any answer that you serve on the parties to this action must be filed with the Clerk of this Court within a reasonable period of time after service.

JAN 18 2008

J. MICHAEL McMAHON

CLERK

DATE

(By) DEPUTY CLERK

AO 440 (Rev. 8/01) Summons in a Civil Action

<b>RETURN OF SERVICE</b>		
Service of the Summons and complaint was made by me <sup>(1)</sup>	DATE	1/22/08
NAME OF SERVER (PRINT) SHERRI GREENBERG	TITLE	
<i>Check one box below to indicate appropriate method of service</i>		
<div style="margin-bottom: 10px;"><input type="checkbox"/> Served personally upon the defendant. Place where served:</div> <div style="margin-bottom: 10px;"><input type="checkbox"/> Left copies thereof at the defendant's dwelling house or usual place of abode with a person of suitable age and discretion then residing therein. Name of person with whom the summons and complaint were left:</div> <div style="margin-bottom: 10px;"><input type="checkbox"/> Returned unexecuted: System ("CT"), 111 8<sup>th</sup> Avenue, 13<sup>th</sup> Floor, New York, NY 10011, by leaving a copy of summons and complaint with CT at that address. CT was designated and appointed by Defendant Fairfax Financial Holdings, Ltd. ("Fairfax") as its authorized agent for service as per §11.10 of Agreement annexed hereto. A copy of summons and complaint was mailed by certified mail, return receipt requested to Eric P. Salsberg, VP, Corporate Affairs, at the Fairfax principal office in Toronto Canada: Suite 800, 95 Wellington Street West, Toronto, Ontario, Canada M5J 2N7</div> <div><input checked="" type="checkbox"/> Other (specify):</div>		
<b>STATEMENT OF SERVICE FEES</b>		
TRAVEL	SERVICES	TOTAL \$0.00
<b>DECLARATION OF SERVER</b>		
<p>I declare under penalty of perjury under the laws of the United States of America that the foregoing information contained in the Return of Service and Statement of Service Fees is true and correct.</p> <div style="display: flex; justify-content: space-between; margin-top: 20px;"> <div style="width: 30%;"> <p>Executed on <u>1/22/08</u></p> <p style="text-align: center;">Date</p> </div> <div style="width: 60%;"> <p style="text-align: center;"><u>Sherri Greenberg</u></p> <p style="text-align: center;">Signature of Server</p> </div> </div> <div style="margin-top: 20px; text-align: center;"> <p><u>492 Broome ST New York NY 10013</u></p> <p style="text-align: center;">Address of Server</p> </div>		

(1) As to who may serve a summons see Rule 4 of the Federal Rules of Civil Procedure.



respect of the Securities, no interest, if any, shall accrue for the intervening period.

Section 11.9. GOVERNING LAW. THIS INDENTURE SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE LAWS OF THE STATE OF NEW YORK.

Section 11.10. Agent for Service; Submission to Jurisdiction; Waiver of Immunities. By the execution and delivery of this Indenture, the Company (i) hereby irrevocably designates and appoints CT Corporation System (or any successor entity), 111 8th Avenue, 13th Floor, New York, NY 10011 as its authorized agent upon which process may be served in any suit, action or proceeding arising out of or relating to the Securities or this Indenture that may be instituted in any state or federal court located in the Borough of Manhattan, The City of New York, State of New York, or brought by the Trustee (whether in its individual capacity or in its capacity as Trustee hereunder), (ii) submits to the jurisdiction of any such court in any such suit, action or proceeding, and (iii) agrees that service of process upon CT Corporation System and written notice of said service to it (mailed or delivered to Eric P. Salsberg, Vice President, Corporate Affairs, at its principal office in Toronto, Canada as specified in Section 11.2 hereof) shall be deemed in every respect effective service of process upon it in any such suit, action or proceeding. The Company further agrees to take any and all action, including the execution and filing of any and all such documents and instruments, as may be necessary to continue such designation and appointment of CT Corporation System in full force and effect so long as this Indenture shall be in full force and effect.

To the extent that the Company has or hereafter may acquire any immunity from jurisdiction of any court or from any legal process (whether through service of notice, attachment prior to judgment, attachment in aid of execution, execution or otherwise) with respect to itself or its property, the Company hereby irrevocably waives such immunity in respect of its obligations under this Indenture and the Securities, to the extent permitted by law.

Section 11.11. No Recourse Against Others. No recourse under or upon any obligation, covenant or agreement contained in this Indenture, or in any Security, or because of any indebtedness evidenced thereby, shall be had against any incorporator, as such, or against any past, present or future shareholder, officer or director, as such, of the Company or of any successor, either directly or through the Company or any successor, under any rule of law, statute or constitutional provision or by the enforcement of any assessment or by any legal or equitable proceeding or otherwise, all such liability being expressly waived and released by the acceptance of the Securities by the Holders and as part of the consideration for the issue of the Securities.

Section 11.12. Successors. All agreements of the Company in this Indenture and the Securities shall bind its successor. All agreements of the Trustee in this Indenture shall bind its successor.

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Section 11.13. Multiple Originals. The parties may sign any number of copies of this Indenture. Each signed copy shall be an original, but all of them together represent the same agreement. One signed copy is enough to prove this Indenture.

Section 11.14. Repurchase of Securities by the Company. The Company may repurchase Securities issued under this Indenture in a manner not inconsistent with this Indenture or the terms of the Securities and in accordance with applicable law.

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IN WITNESS WHEREOF, the undersigned, being duly authorized, have executed this Indenture on behalf of the respective parties hereto as of the date first above written.

FAIRFAX FINANCIAL HOLDINGS LIMITED

By: /s/ Eric P. Salsberg

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Name: Eric P. Salsberg  
Title: Vice President, Corporate Affairs

THE BANK OF NEW YORK  
As Trustee

By: /s/ Peter Pavlyshin